

## EXHIBIT C

LAW OFFICES

**BLAXBERG GRAYSON, P. A.**

SUITE 730, INGRAHAM BUILDING  
25 SOUTHEAST SECOND AVENUE  
MIAMI, FLORIDA 33131-1506

[www.blaxgray.com](http://www.blaxgray.com)

Telephone: (305) 381-7979

Telefax: (305) 371-6816

[Barry.blaxberg@blaxgray.com](mailto:Barry.blaxberg@blaxgray.com)

West Coast Office  
2047 5th Avenue N  
St. Petersburg, FL 33713

I. Barry Blaxberg  
Moises T Grayson\*  
Isabel Colleran  
Amanda Lipsky  
Lissette Garcia  
Hayden Cruise  
Matthew Krause

\*Also Licensed in New York

August 29, 2024

**VIA Email: [shutkai@biglots.com](mailto:shutkai@biglots.com)**

**Certified Mail**

**Return Receipt Requested**

**Tracking No. :9589 0710 5270 0388 9816 77**

**First-Class U.S. Mail**

Big Lots, Inc.  
Attn: Steve Hutkai  
VP, Tax and Treasurer  
4900 East Dublin Granville Road  
Columbus, OH 43081

**VIA Email: [rrobins@biglots.com](mailto:rrobins@biglots.com)**

**Certified Mail**

**Return Receipt Requested**

**Tracking No. :9589 0710 5270 0388 9816 91**

**First-Class U.S. Mail**

Big Lots, Inc.  
Attn: Ronald A. Robins, Jr. (Rocky)  
EVP, General Counsel & Corp. Secretary  
4900 East Dublin Granville Road  
Columbus, OH 43081

**VIA Email: [cmacke@biglots.com](mailto:cmacke@biglots.com)**

**Certified Mail**

**Return Receipt Requested**

**Tracking No. :9589 0710 5270 0388 9816 84**

**First-Class U.S. Mail**

Big Lots, Inc.  
Attn: Chris Macke  
Director, Real Estate Counsel  
4900 East Dublin Granville Road  
Columbus, OH 43081

**VIA Email: [janunez@vorys.com](mailto:janunez@vorys.com)**

**Certified Mail**

**Return Receipt Requested**

**Tracking No. :9859 0710 5270 0388 9817 07**

**First-Class U.S. Mail**

Vorys, Sater, Seymour and Pease LLP  
Attn: Jacino A. Núñez  
50 S. Main Street, Suite 1200  
Akron, OH 44324

**Re: NOTICE OF DEFAULT UNDER POST-CLOSING AGREEMENT & LEASE  
Post-Closing Agreement between BIG VICA Owner LLC, BIG SATX Owner  
LLC, BIG LCNM Owner LLC, BIG TAMI Owner LLC, BIG VEFL Owner  
LLC, BIG YVCA Owner LLC, BIG MIFL1 Owner LLC, BIG FOCA Owner  
LLC, BIG LACA Owner LLC, BIG NCCA Owner LLC, BIG BPCA Owner  
LLC, BIG MIFL2 Owner LLC, BIG LOCA Owner LLC, BIG DETX Owner  
LLC, BIG BCLA Owner LLC, BIG CSCO Owner LLC, BIG ARCA Owner  
LLC, BIG FBTX Owner LLC, BIG VECA Owner LLC, BIG INCA Owner  
LLC, BIG GACA Owner LLC, BIG CHCA Owner LLC, BIG FRCA Owner  
LLC, BIG LOSCA Owner LLC, and BIG AVCA Owner LLC, each a Delaware  
limited liability company (collectively, “Buyer”), and Big Lots Stores, LLC, an  
Ohio limited liability company (“BLS Seller”), Big Lots Stores – PNS, LLC, a  
California limited liability company (“PNS Seller”), and AVDC, LLC, an Ohio  
limited liability company (“AVDC Seller”; AVDC Seller, BLS Seller, and PNS**

*Seller, collectively, “Seller”), and BLBO Tenant, LLC, an Ohio limited liability company (“Tenant”) dated August 25, 2023 (the “Post-Closing Agreement”)*  
*Lease Agreement between BIG MIFL2 Owner LLC, a Delaware limited liability company (“Landlord”) & Tenant (the “Lease”)*  
*Property: 18325 South Dixie Highway, Miami, FL 33157 (the “Premises”)*  
*Our File No.: 5261.0000*

Dear Mr. Hutkai, Mr. Robins, Mr. Macke, and Mr. Núñez:

This firm is counsel to Buyer and Landlord. Pursuant to the Post-Closing Agreement, Tenant was obligated to perform certain acts in relation to the identified and necessary repairs to the Premises, which included, among other things, the replacement of the roof with TPO roofing and required parking lot related maintenance and repairs (the “Work”). Specifically, Tenant was required to complete the Work by August 25, 2024.

As of the date of this letter, Tenant has failed to complete the Work. As provided for under Section 8 of the Post-Closing Agreement, this failure constitutes a default that entitles Buyer to pursue any and all remedies under the Lease.

Accordingly, this letter shall constitute a Notice of Default due to the above-described default under the Post-Closing Agreement and the Lease. Pursuant to Section 23 of the Lease, Landlord demands that Tenant cure this default. Absent a cure of this default, Landlord may elect to exercise all remedies available to it, including, but not limited to, the eviction of Tenant, Landlord retaking possession of the premises, and acceleration of all rents due through the term of the Lease. Tenant also shall be responsible for all reasonable attorney’s fees and costs.

Landlord reserves all of Buyer’s Landlord’s rights and remedies that are available under the terms of the Post-Closing Agreement and the Lease and applicable law.

PLEASE GOVERN YOURSELF ACCORDINGLY.

Sincerely,

/s/ I. Barry Blaxberg  
I. Barry Blaxberg, Esq.  
Blaxberg Grayson, P.A.  
25 SE 2<sup>nd</sup> Avenue, Suite 730  
Miami, Florida 33131  
[Barry.blaxberg@blaxgray.com](mailto:Barry.blaxberg@blaxgray.com)

Conforming copies to:  
BIG MIFL2 Owner LLC; [inotkin@flc.com](mailto:inotkin@flc.com)

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131

CERTIFIED MAIL®



9589 0710 5270 0388 9816 91



**FP** **US POSTAGE**  
**\$009.64<sup>9</sup>**  
First-Class - IMI  
08/29/2024  
036B 0011811106  
ZIP 33131

**Certified Mail - Return Receipt Requested**

Big Lots, Inc.  
Attn: Ronald A. Robins, Jr. (Rocky)  
EVP, General Counsel & Corp. Secretary  
4900 East Dublin Granville Road  
Columbus, OH 43081

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131

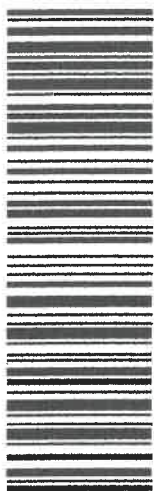


**FP** **US POSTAGE**  
**\$000.69<sup>9</sup>**  
First-Class - IMI  
08/29/2024  
036B 0011811106  
ZIP 33131

Big Lots, Inc.  
Attn: Ronald A. Robins, Jr. (Rocky)  
EVP, General Counsel & Corp. Secretary  
4900 East Dublin Granville Road  
Columbus, OH 43081

**CERTIFIED MAIL®**

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131



9589 0710 5270 0388 9816 84



**FP** **US POSTAGE**  
**\$009.64<sup>9</sup>**  
First-Class - IMI  
08/29/2024  
036B 0011811106  
ZIP 33131

**Certified Mail - Return Receipt Requested**

Big Lots, Inc.  
Attn: Chris Macke  
Director, Real Estate Counsel  
4900 East Dublin Granville Road  
Columbus, OH 43081

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131



**FP** **US POSTAGE**  
**\$000.69<sup>9</sup>**  
First-Class - IMI  
08/29/2024  
036B 0011811106  
ZIP 33131

Big Lots, Inc.  
Attn: Chris Macke  
Director, Real Estate Counsel  
4900 East Dublin Granville Road  
Columbus, OH 43081

CERTIFIED MAIL

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131



9589 0710 5270 0388 9817 07



**FP**  **US POSTAGE**  
**\$009.64<sup>0</sup>**  
First-Class - IMI  
08/29/2024 ZIP 33131  
036B 0011811106

**Certified Mail - Return Receipt Requested**

Vorys, Sater, Seymour and Pease LLP  
Attn: Jacino A. Núñez  
50 S. Main Street, Suite 1200  
Akron, OH 44224

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131



**FP**  **US POSTAGE**  
**\$000.69<sup>0</sup>**  
First-Class - IMI  
08/29/2024 ZIP 33131  
036B 0011811106

Vorys, Sater, Seymour and Pease LLP  
Attn: Jacino A. Núñez  
50 S. Main Street, Suite 1200  
Akron, OH 44224

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131

**CERTIFIED MAIL**



9589 0710 5270 0388 9816 77



**FP**  **US POSTAGE**  
**\$009.64<sup>0</sup>**  
First-Class - IMI  
08/29/2024  
ZIP 33131  
036B 0011811106

**Certified Mail - Return Receipt Requested**

Big Lots, Inc.  
Attn: Steve Hutkai  
VP, Tax and Treasurer  
4900 East Dublin Granville Road  
Columbus, OH 43081

I. Barry Blaxberg, Esquire  
Blaxberg Grayson, P.A.  
25 SE 2nd Avenue, Suite 730  
Miami, Florida 33131



**FP**  **US POSTAGE**  
**\$000.69<sup>0</sup>**  
First-Class - IMI  
08/29/2024  
ZIP 33131  
036B 0011811106

Big Lots, Inc.  
Attn: Steve Hutkai  
VP, Tax and Treasurer  
4900 East Dublin Granville Road  
Columbus, OH 43081